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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, <i>et al.</i>,	: Case No. 18-23538 (RDD)
	:
Debtors.¹	: (Jointly Administered)
-----X	

**CERTIFICATE OF NO OBJECTION PURSUANT TO 28 U.S.C. § 1746
REGARDING DEBTORS' TWENTY-SECOND OMNIBUS OBJECTION
TO PROOFS OF CLAIM OR BALLOTS (PROPERTY TAX CLAIMS)**

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 3333 Beverly Road, Hoffman Estates, Illinois 60179.

TO THE HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE:

Pursuant to 28 U.S.C. § 1746, and in accordance with this Court's case management procedures set forth in the *Amended Order Implementing Certain Notice and Case Management Procedures*, entered on November 1, 2018 (ECF No. 405) (the "**Amended Case Management Order**"), the undersigned hereby certifies as follows:

1. On September 18, 2020, Sears Holdings Corporation and certain of its affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), filed the *Debtors' Twenty-Second Omnibus Objection to Proofs of Claim or Ballots (Property Tax Claims)* (ECF No. 8452) (the "**Omnibus Objection**").

2. In accordance with the Amended Case Management Order, the Debtors established a deadline for parties to file responses to the Omnibus Objection (the "**Response Deadline**"). The Response Deadline was set for October 9, 2020, at 4:00 p.m. (prevailing Eastern Time). The Amended Case Management Order provides that pleadings may be granted without a hearing, provided that no objections or other responsive pleadings have been filed on, or prior to, the relevant response deadline and the attorney for the entity who filed the pleading complies with the relevant procedural and notice requirements.

3. The Response Deadline has now passed and, to the best of my knowledge, with respect to the claims identified on **Exhibits 1, 2, and 3** to the proposed order granting the relief requested in the Omnibus Objection (the "**Proposed Order**") a copy of which is annexed hereto as **Exhibit A**, no responsive pleadings have been filed with the Court on the docket of the above-referenced cases in accordance with the procedures set forth in the Amended Case Management Order or served on counsel to the Debtors.

4. A redline of the Proposed Order marked against the version attached to the Omnibus Objection is attached hereto as **Exhibit B**.

5. Accordingly, the Debtors respectfully request that the Proposed Order be entered in accordance with the procedures described in the Amended Case Management Order.

I declare that the foregoing is true and correct.

Dated: October 12, 2020
New York, New York

/s/ Garrett A. Fail

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Attorneys for Debtors

and Debtors in Possession

Exhibit A

Proposed Order

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, et al.,	: Case No. 18-23538 (RDD)
	:
Debtors.¹	: (Jointly Administered)
-----X	

**ORDER GRANTING DEBTORS' TWENTY-SECOND
OMNIBUS OBJECTION TO PROOFS OF CLAIM (PROPERTY TAX CLAIMS)**

Upon the *Debtors' Twenty-Second Omnibus Objection to Proofs of Claim (Property Tax Claims)*, filed September 18, 2020 (the "**Objection**"),² of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), pursuant to section 502 under title 11 of the United States Code (the "**Bankruptcy Code**"), Rule 3007 of the Federal Rules of Bankruptcy Procedures (the "**Bankruptcy Rules**"), and the Claims Procedures Order for an order (i) disallowing and expunging the Property Tax Claims, and (ii) granting related relief, all as more fully set forth in

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 130 West 42nd Street, 17th Floor, New York, NY 10036.

² Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

the Objection; and the Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Objection is granted.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Disallowed Property Tax Claim listed on **Exhibit 1** annexed to this Order is disallowed and expunged in its entirety, and each such Disallowed Property Tax Claim shall be deleted from the claims register.
3. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Disputed Property Tax Claims listed on **Exhibit 2** annexed to this Order is disallowed and expunged in its entirety, and each such Disputed Property Tax Claim shall be deleted from the claims register.

4. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Duplicate/Amended Property Tax Claims listed on **Exhibit 3** annexed to this Order is disallowed and expunged in its entirety, and each such Duplicate/Amended Property Tax Claim shall be deleted from the claims register.

5. The disallowance and expungement of the Duplicate/Amended Property Tax Claims does not constitute any admission or finding concerning any of the Surviving Claims listed on **Exhibit 3**, and the Surviving Claims are neither allowed nor disallowed by this Order.

6. Nothing in this Order or in the Objection (i) constitutes any finding or determination concerning the identification of the agreements that were assumed and assigned to Transform Holdco LLC or any of its affiliates (collectively, “**Transform**”) or the liabilities, if any, associated therewith, or (ii) imposes any obligation on Transform to satisfy any of the Property Tax Claims listed on **Exhibits 1-3** hereto, as to which all of Transform’s rights and defenses are expressly reserved.

7. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object to or defend on any basis are expressly reserved with respect to any Property Tax Claim referenced or identified in the Objection that is not listed on **Exhibits 1-3**.

8. The Debtors, the Debtors’ claims and noticing agent, Prime Clerk, and the Clerk of this Court are authorized to take all actions necessary or appropriate to give effect to this Order.

9. The terms and conditions of this Order are effective immediately upon entry.

Dated: _____, 2020
White Plains, New York

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE

Exhibit 1

Disallowed Property Tax Claims

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 1 - Claims Paid In Full

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
1.	ADRIAN CITY SUMMER	14404	Sears Holdings Corporation	\$13,170.17			\$13,170.07		\$26,340.24	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
2.	ANDERSON COUNTY, TEXAS	3818	Sears Holdings Corporation			\$7,029.77			\$7,029.77	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
3.	ATASCOSA COUNTY	1065	Sears Holdings Corporation			\$6,554.89			\$6,554.89	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
4.	ATLANTA ISD	20499	Sears, Roebuck and Co.		\$1,955.67				\$1,955.67	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
5.	BASTROP COUNTY	4806	Sears Operations LLC			\$7,661.93			\$7,661.93	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
6.	BENTON COUNTY TREASURER	8472	Sears, Roebuck and Co.			\$4,475.08			\$4,475.08	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
7.	BEXAR COUNTY	1250	Sears, Roebuck and Co.			\$604,704.97			\$604,704.97	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
8.	BEXAR COUNTY	20201	Sears, Roebuck and Co.		\$419,476.90	\$419,476.90			\$838,953.80	Disallowed in its entirety and expunged	Original claim amount was erroneously double counted. All amounts asserted in the Claim
9.	BLANCO CAD	20364	Sears, Roebuck and Co.			\$4,516.55			\$4,516.55	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
10.	BOX BUTTE COUNTY TREASURER	19488	Sears, Roebuck and Co.				\$1,617.44		\$1,617.44	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
11.	BROWARD COUNTY	8627	Sears Holdings Corporation			\$1,442.25			\$1,442.25	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
12.	BROWARD COUNTY	8633	Sears Holdings Corporation			\$32,297.34			\$32,297.34	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
13.	BROWARD COUNTY	8640	Sears Holdings Corporation				\$1,035.73		\$1,035.73	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
14.	BROWARD COUNTY	8681	Sears Holdings Corporation				\$2,155.39		\$2,155.39	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
15.	BROWN CAD	352	Sears Holdings Corporation			\$9,022.91			\$9,022.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
16.	Brown County Appraisal District	4717	Sears, Roebuck and Co.			\$9,022.91			\$9,022.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
18.	CALVERT COUNTY, MARYLAND	4096	Kmart Corporation			\$3,453.22			\$3,453.22	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
19.	CHEROKEE CAD	6997	Sears Holdings Corporation			\$3,424.01			\$3,424.01	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
20.	CHEROKEE COUNTY CAD	2073	Sears Holdings Corporation			\$3,260.95			\$3,260.95	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
21.	CITY OF ATLANTA	20498	Sears, Roebuck and Co.		\$1,017.32				\$1,017.32	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
22.	CITY OF CHATTANOOGA	19811	Sears, Roebuck and Co.				\$5,332.22		\$5,332.22	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
23.	CITY OF CLEBURNE	3930	Sears, Roebuck and Co.			\$3,320.33			\$3,320.33	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
24.	CITY OF CUDAHY	9964	Sears Holdings Corporation	\$71,703.24					\$71,703.24	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
25.	CITY OF DEL RIO	1278	Sears, Roebuck and Co.			\$4,861.97			\$4,861.97	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
26.	CITY OF DEL RIO	19861	Sears, Roebuck and Co.			\$49.68			\$49.68	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
27.	CITY OF EAGLE PASS	1448	Sears, Roebuck and Co.			\$1,567.14			\$1,567.14	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
28.	CITY OF EAGLE PASS	20495	Sears, Roebuck and Co.		\$1,492.72				\$1,492.72	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
29.	CITY OF EL PASO	1242	Sears Holdings Corporation			\$85,391.81			\$85,391.81	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
30.	CITY OF EL PASO	1301	Sears, Roebuck and Co.			\$432,499.19			\$432,499.19	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
31.	CITY OF EL PASO	20372	Sears, Roebuck and Co.	\$233,399.51					\$233,399.51	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
32.	CITY OF GARLAND	3879	Sears, Roebuck and Co.			\$145,937.79			\$145,937.79	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
33.	CITY OF GRAPEVINE	4053	Sears, Roebuck and Co.			\$5,570.49			\$5,570.49	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
34.	CITY OF HAMPTON TREASURER'S OFFICE	9483	Sears Operations LLC			\$23,108.58			\$23,108.58	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
35.	CITY OF LAREDO TAX DEPT.	19560	Sears Holdings Corporation				\$16,347.66		\$16,347.66	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
36.	CITY OF MCALLEN	20368	Sears, Roebuck and Co.			\$5,286.77			\$5,286.77	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
37.	CITY OF MCALLEN	20374	Sears Holdings Corporation			\$12,952.44			\$12,952.44	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
38.	CITY OF MESQUITE AND MESQUITE INDEPENDENT SCHOOL DISTRICT	19697	Sears Holdings Corporation		\$102,044.44				\$102,044.44	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
39.	CITY OF MESQUITE AND MESQUITE INDEPENDENT SCHOOL DISTRICT	20538	Sears Holdings Corporation		\$205,180.47				\$205,180.47	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
40.	CITY OF MINERAL WELLS	3928	Sears, Roebuck and Co.			\$1,633.65			\$1,633.65	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
41.	CITY OF PLEASANTON	1112	Sears Holdings Corporation			\$1,579.80			\$1,579.80	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
42.	CITY OF ROANOKE TREASURER	1847	Sears Holdings Corporation			\$76,160.57			\$76,160.57	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

* Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 1 - Claims Paid In Full

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
43.	CITY OF STEPHENVILLE	20361	Sears, Roebuck and Co.		\$1,331.85	\$1,331.85			\$2,663.70	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
44.	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	2319	Sears Holdings Corporation			\$1,474.56			\$1,474.56	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
45.	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	7250	Sears, Roebuck and Co.		\$55,260.99				\$55,260.99	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
46.	CITY OF WESLACO	3531	Sears, Roebuck and Co.			\$1,864.76			\$1,864.76	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
47.	CLARK COUNTY ASSESSOR	20072	Sears Holdings Corporation			\$7,038.90			\$7,038.90	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
48.	CLEBURNE INDEPENDENT SCHOOL DISTRICT	3944	Sears, Roebuck and Co.			\$6,731.36			\$6,731.36	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
49.	CLEVELAND ISD	20287	SEARS, ROEBUCK AND CO.		\$3,302.61				\$3,302.61	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
50.	CLEVELAND ISD	4266	Sears, Roebuck and Co.			\$3,302.61			\$3,302.61	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
56.	COUNTY OF SAN BERNARDINO	5315	Sears Holdings Corporation			\$156,913.76			\$156,913.76	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
57.	COUNTY OF SAN LUIS OBISPO TAX COLLECTOR	10761	Kmart Corporation			\$1,677.76			\$1,677.76	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
58.	CROWLEY INDEPENDENT SCHOOL DISTRICT	4003	Sears, Roebuck and Co.			\$155,076.76			\$155,076.76	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
59.	CYPRESS - FAIRBANKS ISD	4348	Sears, Roebuck and Co.			\$177,747.31			\$177,747.31	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
60.	CYPRESS - FAIRBANKS ISD	19908	Sears, Roebuck and Co.			\$50.40			\$50.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
61.	CYPRESS-FAIRBANKS ISD	20296	Sears, Roebuck and Co.		\$165,477.50				\$165,477.50	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
62.	Dallas County	3471	Sears, Roebuck and Co.			-			-	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
63.	Dallas County	4090	Sears, Roebuck and Co.			\$1,312,300.65			\$1,312,300.65	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
64.	DENTON COUNTY, TEXAS	2267	Sears, Roebuck and Co.			\$34,419.06			\$34,419.06	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
65.	DENTON COUNTY, TEXAS	7149	Sears, Roebuck and Co.		\$36,140.05				\$36,140.05	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
66.	EAGLE PASS ISD	1390	Sears, Roebuck and Co.			\$4,006.54			\$4,006.54	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
67.	EAGLE PASS ISD	20494	Sears, Roebuck and Co.		\$3,206.60				\$3,206.60	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
68.	EL DORADO COUNTY TAX COLLECTOR	11828	Kmart Corporation			\$8,315.01	\$8,315.01		\$16,630.02	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
69.	ELLIS COUNTY	20506	Sears, Roebuck and Co.		\$8,483.16				\$8,483.16	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
70.	ERATH COUNTY, TEXAS	3794	Sears Holdings Corporation			\$994.52			\$994.52	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
71.	FAYETTE COUNTY	2480	Sears, Roebuck and Co.			\$7,281.65			\$7,281.65	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
72.	FORREST "BUTCH" FREEMAN OKLAHOMA COUNTY TREASURER	6622	Sears Holdings Corporation			\$67,761.20			\$67,761.20	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
73.	FORSYTH COUNTY TAX COLLECTOR	6115	Sears Holdings Corporation				\$9,223.07		\$9,223.07	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
74.	FORT BEND COUNTY	4350	Sears, Roebuck and Co.			\$13,778.73			\$13,778.73	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
75.	FORT BEND COUNTY	20295	Sears, Roebuck and Co.		\$10,161.15				\$10,161.15	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
76.	FRANKLIN COUNTY TREASURER-RE	20012	Sears, Roebuck and Co.			\$47,195.64			\$47,195.64	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
77.	FRESNO COUNTY TAX COLLECTOR	18502	Kmart Corporation			\$1,905.67			\$1,905.67	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
78.	Galveston County	19906	Sears, Roebuck and Co.			\$2,662.81			\$2,662.81	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
79.	Galveston County	20291	Sears, Roebuck and Co.		\$48,853.25				\$48,853.25	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
80.	GARFIELD COUNTY	10448	Sears Holdings Corporation				\$2,241.50		\$2,241.50	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
81.	GARLAND INDEPENDENT SCHOOL DISTRICT	4144	Sears, Roebuck and Co.			\$302,397.35			\$302,397.35	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
82.	GRAPEVINE-COLLEYVILLE INDEPENDENT SCHOOL DISTRICT	3914	Sears, Roebuck and Co.			\$26,896.33			\$26,896.33	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
83.	GRAY COUNTY	7337	Sears, Roebuck and Co.			\$9,104.00			\$9,104.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
84.	Harris County	26255	Sears, Roebuck and Co.		\$52,716.56				\$52,716.56	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
85.	HARRIS COUNTY, ET AL	4376	Sears, Roebuck and Co.			\$1,471,486.40			\$1,471,486.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
86.	HARRIS COUNTY, ET AL	19907	Sears, Roebuck and Co.			\$27,568.26			\$27,568.26	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
87.	HARRISION CAD	2948	Sears Holdings Corporation			\$4,765.82			\$4,765.82	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
88.	HARRISION CAD	7126	Sears Holdings Corporation		\$5,004.12				\$5,004.12	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

* Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 1 - Claims Paid In Full

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
89.	HARRISON COUNTY, TEXAS	315	Sears Holdings Corporation			\$7,661.93			\$7,661.93	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
90.	HARRISON COUNTY, TEXAS	2264	Sears Holdings Corporation			\$890.47			\$890.47	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
91.	HAYS COUNTY, TEXAS	3799	Sears Holdings Corporation			\$393.58			\$393.58	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
92.	HENDERSON COUNTY	14778	Kmart Corporation			\$7,673.31			\$7,673.31	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
93.	HENDERSON COUNTY, TEXAS	426	Sears Holdings Corporation			\$4,478.92			\$4,478.92	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
94.	HENDERSON COUNTY, TEXAS	2137	Sears Operations LLC			\$4,478.92			\$4,478.92	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
95.	HENDERSON COUNTY, TEXAS	7379	Sears, Roebuck and Co.			\$4,702.93			\$4,702.93	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
96.	HENNEPIN COUNTY TREASURER	4346	Sears Holdings Corporation			\$167,742.78			\$167,742.78	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
97.	HIDALGO COUNTY	20359	Sears Holdings Corporation			\$55,603.40			\$55,603.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
98.	HIDALGO COUNTY	20421	Sears, Roebuck and Co.			\$46,828.06			\$46,828.06	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
99.	HOOD CAD	20497	Sears, Roebuck and Co.		\$4,143.91				\$4,143.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
100.	HOPKINS COUNTY	20500	Sears, Roebuck and Co.		\$2,397.55				\$2,397.55	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
101.	JASPER COUNTY	4532	Sears, Roebuck and Co.			\$2,710.33			\$2,710.33	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
102.	JASPER COUNTY	20288	Sears, Roebuck and Co.		\$6,414.33				\$6,414.33	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
103.	JIM WELLS CAD	4088	Sears, Roebuck and Co.			\$12,345.15			\$12,345.15	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
104.	JIM WELLS CAD	20422	Sears, Roebuck and Co.			\$6,784.02			\$6,784.02	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
105.	JOHNSON COUNTY	3833	Sears, Roebuck and Co.			\$2,150.74			\$2,150.74	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
106.	KENDALL COUNTY	4173	Sears Holdings Corporation			\$5,832.74			\$5,832.74	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
107.	KERN COUNTY TREASURER TAX COLLECTOR	5790	Kmart Corporation			\$6,402.19			\$6,402.19	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
108.	KERR COUNTY	5507	Sears, Roebuck and Co.			\$2,215.94			\$2,215.94	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
109.	KING COUNTY TREASURY	12220	Kmart Corporation			\$94,318.50			\$94,318.50	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
110.	Knox County Trustee	4973	Sears, Roebuck and Co.			\$26,625.00			\$26,625.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
111.	Knox County Trustee	5006	Sears, Roebuck and Co.			\$1,690.00			\$1,690.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
112.	LAKE COUNTY TAX COLLECTOR	8224	Sears Holdings Corporation			\$4,830.47			\$4,830.47	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
117.	MARION COUNTY TAX COLLECTOR	6604	Sears, Roebuck and Co.			\$5,399.19			\$5,399.19	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
118.	MARION COUNTY TAX COLLECTOR	12750	Sears, Roebuck and Co.			\$5,756.73			\$5,756.73	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
119.	MARION COUNTY TAX COLLECTOR	6603	Sears, Roebuck and Co.			\$140,832.21			\$140,832.21	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
120.	MARION COUNTY TAX COLLECTOR	6606	Sears, Roebuck and Co.			\$605,319.45			\$605,319.45	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
121.	MATAGORDA COUNTY	20286	SEARS, ROEBUCK AND CO.		\$7,003.46				\$7,003.46	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
122.	MATAGORDA COUNTY	4379	Sears, Roebuck and Co.			\$7,003.46			\$7,003.46	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
123.	MESA COUNTY TREASURER	11631	Sears, Roebuck and Co.			\$4,119.08	\$4,119.08		\$8,238.16	Disallowed in its entirety and expunged	Original claim amount was erroneously double counted. All amounts asserted in the Claim
124.	MESA COUNTY TREASURER	26250	Sears Holdings Corporation			\$743.44	\$743.44		\$1,486.88	Disallowed in its entirety and expunged	Original claim amount was erroneously double counted. All amounts asserted in the Claim
125.	METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY	4665	Sears, Roebuck and Co.			\$120.91			\$120.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
126.	METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY	4667	Sears, Roebuck and Co.			\$69.91			\$69.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
127.	METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY	4642	Sears, Roebuck and Co.			\$48.98			\$48.98	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
128.	METROPOLITAN GOVERNMENT OF NASHVILLE & DAVIDSON COUNTY	4706	Sears, Roebuck and Co.			\$298.65			\$298.65	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
129.	MEXIA INDEPENDENT SCHOOL DISTRICT	469	Sears Holdings Corporation			\$3,284.68			\$3,284.68	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
130.	MEXIA INDEPENDENT SCHOOL DISTRICT	7322	Sears Holdings Corporation		\$3,448.92				\$3,448.92	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
131.	MEXIA INDEPENDENT SCHOOL DISTRICT	2161	SEARS, ROEBUCK AND CO.			\$3,284.68			\$3,284.68	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
132.	MEXIA INDEPENDENT SCHOOL DISTRICT	2237	SEARS OPERATIONS LLC			\$3,284.68			\$3,284.68	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
133.	MIDLAND CENTRAL APPRAISAL DISTRICT	3809	Sears Operations LLC			\$18,546.33			\$18,546.33	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

* Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 1 - Claims Paid In Full

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
134.	MIDLAND CENTRAL APPRAISAL DISTRICT	7293	Sears, Roebuck and Co.			\$19,147.86			\$19,147.86	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
135.	MINEOLA INDEPENDENT SCHOOL DISTRICT	5197	Sears, Roebuck and Co.			\$4,361.99			\$4,361.99	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
136.	MINERAL WELLS INDEPENDENT SCHOOL DISTRICT	4069	Sears, Roebuck and Co.			\$3,544.54			\$3,544.54	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
137.	MONTGOMERY COUNTY	20290	Sears, Roebuck and Co.		\$10,258.39				\$10,258.39	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
138.	MULTNOMAH COUNTY-DART	6700	Kmart Corporation			\$5,620.54			\$5,620.54	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
139.	NACOGDOCHES COUNTY, ET AL.	5872	Sears, Roebuck and Co.			\$3,068.56			\$3,068.56	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
140.	NAVARRO COUNTY	20336	Sears, Roebuck and Co.		\$8,921.91	\$8,921.91			\$17,843.82	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
141.	NAVARRO COUNTY	20366	Sears, Roebuck and Co.		\$8,921.91				\$8,921.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
142.	NOLAN COUNTY	3929	Sears, Roebuck and Co.			\$2,267.36			\$2,267.36	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
143.	NUECES COUNTY	20383	Sears, Roebuck and Co.			\$63,151.27			\$63,151.27	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
144.	PALM BEACH COUNTY TAX COLLECTOR	19396	Sears, Roebuck and Co.			\$7,993.90			\$7,993.90	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
145.	PALO PINTO COUNTY	3920	Sears, Roebuck and Co.			\$1,933.38			\$1,933.38	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
146.	PASADENA INDEPENDENT SCHOOL DISTRICT	8066	Sears Holdings Corporation			\$92,550.74			\$92,550.74	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
147.	PECOS COUNTY	1092	Sears Holdings Corporation			\$5,260.50			\$5,260.50	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
148.	PIERCE COUNTY FINANCE	8718	Sears, Roebuck and Co.			\$4,416.60			\$4,416.60	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
149.	PIERCE COUNTY FINANCE	8908	Sears, Roebuck and Co.		\$87.83				\$87.83	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
150.	PLATTE COUNTY COLLECTOR (DCN-790 (B))	6270	Sears Holdings Corporation				\$3,249.41		\$3,249.41	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
151.	POLK COUNTY	4340	Sears, Roebuck and Co.			\$5,919.40			\$5,919.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
152.	POLK COUNTY	20294	SEARS, ROEBUCK AND CO.		\$5,519.40				\$5,519.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
153.	POPE COUNTY TAX COLLECTOR	13240	Sears Holdings Corporation				\$12,205.60		\$12,205.60	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
154.	PORTER COUNTY TREASURER	20243	Kmart Corporation				\$4,405.82		\$4,405.82	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
155.	PUEBLO COUNTY TREASURER	17331	SEARS HOLDINGS CORPORATION				\$40,687.23		\$40,687.23	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
156.	PUEBLO COUNTY TREASURER	10776	Sears Holdings Corporation			\$40,687.23			\$40,687.23	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
157.	PUEBLO COUNTY TREASURER	10787	Sears Holdings Corporation				\$58,388.46		\$58,388.46	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
158.	PUEBLO COUNTY TREASURER	10795	Sears Holdings Corporation			\$1,001.88			\$1,001.88	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
159.	PUEBLO COUNTY TREASURER	18287	Sears Holdings Corporation			\$1,001.88			\$1,001.88	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
160.	RICHARDSON INDEPENDENT SCHOOL DISTRICT	3870	Sears, Roebuck and Co.			\$23,232.59			\$23,232.59	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
161.	RICHLAND COUNTY TREASURY	7749	Sears Holdings Corporation				\$122,607.34		\$122,607.34	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
162.	RICHMOND COUNTY TAX COMMISSIONER	20353	Sears, Roebuck and Co.				\$26,586.56		\$26,586.56	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
163.	SAN JUAN COUNTY	11847	Kmart Operations LLC				\$2,290.92		\$2,290.92	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
164.	SAN JUAN COUNTY TREASURER	11844	Sears, Roebuck and Co.				\$2,072.70		\$2,072.70	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
165.	SHELBY COUNTY TRUSTEE	6567	Sears, Roebuck and Co.			\$34,020.00			\$34,020.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
166.	SHELBY COUNTY TRUSTEE	6582	Sears Holdings Management Corporation			\$1,738.67			\$1,738.67	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
167.	SHELBY COUNTY TRUSTEE	6583	Sears, Roebuck and Co.			\$304.56			\$304.56	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
168.	SHELBY COUNTY TRUSTEE	6616	Sears, Roebuck and Co.			\$32,400.00			\$32,400.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
169.	SHELBY COUNTY TRUSTEE	6618	Sears Holdings Management Corporation			\$126,287.10			\$126,287.10	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
170.	SHELBY COUNTY TRUSTEE	6620	Sears Holdings Management Corporation			\$23,883.26			\$23,883.26	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
171.	SHELBY COUNTY TRUSTEE	6621	Sears Holdings Management Corporation			\$34.79			\$34.79	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
172.	SHELBY COUNTY TRUSTEE	6623	Sears Holdings Management Corporation			\$173.32			\$173.32	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
173.	SHELBY COUNTY TRUSTEE	6624	Sears, Roebuck and Co.			\$2,086.16			\$2,086.16	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
174.	SHELBY COUNTY TRUSTEE	6625	Sears, Roebuck and Co.			\$11,587.86			\$11,587.86	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

* Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
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Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
175.	SHELBY COUNTY TRUSTEE	6626	Sears Holdings Management Corporation			\$16,344.18			\$16,344.18	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
176.	SHELBY COUNTY TRUSTEE	6730	Sears, Roebuck and Co.			\$22,072.50			\$22,072.50	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
177.	SHELBY COUNTY TRUSTEE	8273	Sears, Roebuck and Co.			\$4,531.14			\$4,531.14	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
178.	SHERIFF & TREASURER OF HARRISON COUNTY	19273	Sears Holdings Corporation				\$1,574.26		\$1,574.26	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
179.	SMITH COUNTY	3616	Sears, Roebuck and Co.			\$13,708.86			\$13,708.86	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
180.	SOLANO COUNTY TAX COLLECTOR	19979	Sears, Roebuck and Co.			\$13,505.55			\$13,505.55	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
181.	ST. LOUIS COUNTY COLLECTOR OF REVENUE	9492	Sears Holdings Corporation				\$32.30		\$32.30	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
182.	STANISLAUS COUNTY TAX COLLECTOR	20078	Sears Holdings Management Corporation				\$946.04	\$946.04	\$1,892.08	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
183.	STANISLAUS COUNTY TAX COLLECTOR	20100	SEARS HOLDINGS MANAGEMENT				\$946.04		\$946.04	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
184.	STEPHENVILLE ISD	20347	Sears, Roebuck and Co.		\$3,569.08	\$3,569.08			\$7,138.16	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
185.	STEPHENVILLE ISD	20378	SEARS, ROEBUCK AND CO.		\$3,569.08				\$3,569.08	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
186.	SULPHUR SPRINGS ISD	20349	Sears, Roebuck and Co.		\$3,700.86	\$3,700.86			\$7,401.72	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
187.	SULPHUR SPRINGS ISD	20379	Sears, Roebuck and Co.		\$3,700.86				\$3,700.86	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
188.	SWEETWATER INDEPENDENT SCHOOL DISTRICT	3919	Sears, Roebuck and Co.			\$2,924.21			\$2,924.21	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
189.	Tarrant County	4202	Sears, Roebuck and Co.			\$326,238.91			\$326,238.91	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
190.	Tarrant County	4617	Sears, Roebuck and Co.			\$307,910.71			\$307,910.71	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
191.	Tax Appraisal District of Bell County	4677	Sears Operations LLC			\$52,288.14			\$52,288.14	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
192.	TAXING DISTRICTS COLLECTED BY RANDALL COUNTY	7409	Sears, Roebuck and Co.			\$19,199.20			\$19,199.20	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
193.	TERRY CAD	4755	Sears Holdings Corporation			\$284.90			\$284.90	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
194.	THE CITY OF MESQUITE AND MESQUITE INDEPENDENT SCHOOL	4519	Sears Holdings Corporation			\$213,745.01			\$213,745.01	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
195.	THE CITY OF MESQUITE AND MESQUITE INDEPENDENT SCHOOL	4705	Sears Holdings Corporation			\$102,044.44			\$102,044.44	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
196.	THE COUNTY OF HENDERSON, TEXAS	20313	Sears Holdings Corporation		\$3,096.94				\$3,096.94	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
197.	THE COUNTY OF WHARTON	4803	Sears Operations LLC			\$3,045.59			\$3,045.59	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
198.	THE TOWN OF WINDHAM, CT	10606	Sears Holdings Corporation			\$95,144.88			\$95,144.88	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
199.	THURSTON COUNTY TREASURER	4373	Sears Holdings Corporation			\$3,164.05			\$3,164.05	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
200.	TOWN OF WINDHAM REVENUE COLLECTOR	8068	Sears Holdings Corporation			\$58,500.70			\$58,500.70	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
201.	TWIN FALLS COUNTY TREASURER	20066	Sears Holdings Corporation				\$729.00		\$729.00	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
202.	TYLER INDEPENDENT SCHOOL DISTRICT	5196	Sears, Roebuck and Co.			\$24,640.17			\$24,640.17	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
203.	UNIFIED GOVERNMENT TREASURY	14130	Sears Holdings Corporation				\$59,821.02		\$59,821.02	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
204.	UVALDE COUNTY	5540	Sears, Roebuck and Co.			\$7,927.65			\$7,927.65	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
205.	VAL VERDE COUNTY	1430	Sears, Roebuck and Co.			\$5,055.13			\$5,055.13	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
206.	WASHOE COUNTY TREASURER	19178	Sears, Roebuck and Co.			\$6,476.34			\$6,476.34	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
207.	WELD COUNTY TREASURER'S OFFICE	3802	Sears, Roebuck and Co.				\$3,768.20		\$3,768.20	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
208.	WESLACO INDEPENDENT SCHOOL DISTRICT	3767	Sears, Roebuck and Co.			\$3,243.68			\$3,243.68	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
209.	WHARTON CO JR COLL	4352	Sears, Roebuck and Co.			\$155.70			\$155.70	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
210.	WHARTON CO JR COLL	20285	SEARS, ROEBUCK AND CO.		\$155.70				\$155.70	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
211.	WHARTON COUNTY, TEXAS	486	Sears Holdings Corporation			\$3,045.59			\$3,045.59	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
212.	WHITFIELD COUNTY TAX COMMISSIONER	10294	Kmart Corporation				\$8,650.47		\$8,650.47	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
213.	WHITFIELD COUNTY TAX COMMISSIONER	20419	Kmart Corporation				\$8,477.39		\$8,477.39	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
214.	WILLIAMSON COUNTY, TEXAS	2944	Sears, Roebuck and Co.			\$77,878.13			\$77,878.13	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
215.	WILLIAMSON COUNTY, TEXAS	7294	Sears, Roebuck and Co.			\$73,047.81			\$73,047.81	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

* Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 1 - Claims Paid In Full

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed & Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Extent of Allowed Claim	Reason for Proposed Disallowance
216.	WILLIAMSON COUNTY, TEXAS	7907	MaxServ, Inc.			\$495,711.40			\$495,711.40	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
217.	WILSON COUNTY	1276	Sears Holdings Corporation			\$5,308.60			\$5,308.60	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
218.	WIND GAP BOROUGH TAX COLLECTOR	9820	Sears Holdings Corporation					\$24,306.20	\$24,306.20	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
219.	WOOD COUNTY	20334	SEARS, ROEBUCK AND CO.	-	\$2,213.94	Unliquidated	-	-	\$2,213.94	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
220.	WOOD COUNTY	20367	SEARS, ROEBUCK AND CO.	-	\$2,213.94	-	-	-	\$2,213.94	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied
221.	YAKIMA COUNTY TREASURER	5786	Sears Holdings Corporation			\$4,176.41			\$4,176.41	Disallowed in its entirety and expunged	All amounts asserted in the Claim were paid in full or otherwise satisfied

Exhibit 2

Disputed Property Tax Claims

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 2 - Disputed Claims

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Schedule of Satisfied Claims to be Disallowed and Expunged											
Ref #	Name of Claimant	Proof of Claim No. to be Disallowed and Expunged	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount	Asserted Administrative Priority Claim Amount	Asserted Secured Claim Amount	Asserted Priority Claim Amount	Asserted General Unsecured Claim Amount	Asserted Total Claim Amount	Debtors' Estimated Allowed Amount	Reason for Proposed Disallowance
2.	COUNTY OF LEXINGTON	8383	Sears Holdings Corporation	-	-	\$25,088.62	-	-	\$25,088.62	\$0.00	The Claim asserts amounts owed subsequent to the termination of the corresponding lease
4.	KING COUNTY TREASURY	11206	Sears, Roebuck and Co.	-	-	\$22,533.47	-	-	\$22,533.47	\$0.00	All asserted amounts are either paid / satisfied or relate to properties which are not a part of the Sears Estate
5.	LEE COUNTY TAX COLLECTOR	19900	Florida Builder Appliances, Inc.	-	-	\$4,152.21	-	-	\$4,152.21	\$0.00	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
6.	MIAMI-DADE COUNTY TAX COLLECTOR	7737	Sears Holdings Corporation	-	-	\$1,090.98	-	-	\$1,090.98	\$0.00	The Claim refers to a property which is not a part of the Sears Estate
7.	MONTGOMERY COUNTY	19910	Sears, Roebuck and Co.	-	-	\$3,735.84	-	-	\$3,735.84	\$0.00	The Claim refers to a property which is not a part of the Sears Estate
8.	PALM BEACH COUNTY TAX COLLECTOR	11359	Sears, Roebuck and Co.	-	-	\$26,159.12	-	-	\$26,159.12	\$0.00	The Claim was satisfied and/or released, as associated contract was assumed and assigned to Transform Holdco LLC.
9.	Washoe County Treasurer	26217	Sears Holdings Corporation	-	-	-	\$7,654.28	-	\$7,654.28	\$0.00	The Claim was satisfied and/or released, as a portion of the claim has been paid and the associated contract was assumed and assigned to Transform Holdco LLC for the remaining amount

Exhibit 3

Duplicate/Amended Property Tax Claims

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 3 - Amended or Duplicate Claims

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDB)

Claims to be Disallowed											Surviving Claims								
Ref #	Name of Claimant	Claim No. to be Disallowed *	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount **	Asserted Administrative Priority Claim Amount **	Asserted Secured Claim Amount **	Asserted Priority Claim Amount **	Asserted General Unsecured Claim Amount **	Asserted Total Claim Amount **	Reason for Claim to be Disallowed	Name of Claimant	Surviving Claim No. *	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount **	Asserted Administrative Priority Claim Amount **	Asserted Secured Claim Amount **	Asserted Priority Claim Amount **	Asserted General Unsecured Claim Amount **	Asserted Total Claim Amount **
1.	ANDERSON COUNTY, TEXAS	440	SEARS OPERATIONS LLC			\$7,029.77			\$7,029.77	Duplicate	ANDERSON COUNTY, TEXAS	3818	SEARS HOLDINGS CORPORATION			\$7,029.77			\$7,029.77
2.	ANDERSON COUNTY, TEXAS	3801	SEARS, ROEBUCK AND CO.			\$7,029.77			\$7,029.77	Duplicate	ANDERSON COUNTY, TEXAS	3818	SEARS HOLDINGS CORPORATION			\$7,029.77			\$7,029.77
3.	ATLANTA ISD	20322	SEARS, ROEBUCK AND CO.		\$1,955.67				\$1,955.67	Duplicate	ATLANTA ISD	20499	SEARS, ROEBUCK AND CO.		\$1,955.67				\$1,955.67
4.	BASTROP COUNTY	2349	SEARS, ROEBUCK AND CO.			\$7,661.93			\$7,661.93	Duplicate	BASTROP COUNTY	4806	SEARS OPERATIONS LLC			\$7,661.93			\$7,661.93
5.	Bell County Tax Appraisal District	391	Sears Holdings Corporation			\$52,288.14			\$52,288.14	Duplicate	Tax Appraisal District of Bell County	4677	Sears Operations LLC			\$52,288.14			\$52,288.14
6.	Bell County Tax Appraisal District	3047	Sears, Roebuck and Co.			\$52,288.14			\$52,288.14	Duplicate	Tax Appraisal District of Bell County	4677	Sears Operations LLC			\$52,288.14			\$52,288.14
7.	Bowie CAD	1466	Kmart Stores of Texas LLC			\$109,848.12			\$109,848.12	Duplicate	Bowie CAD	418	Sears Holdings Corporation			\$109,848.12			\$109,848.12
8.	Bowie CAD	1474	Kmart Corporation			\$109,848.12			\$109,848.12	Duplicate									
9.	Bowie Central Appraisal District	2129	Sears Operations LLC			\$109,848.12			\$109,848.12	Duplicate									
10.	Bowie Central Appraisal District	3805	Sears, Roebuck and Co.			\$109,848.12			\$109,848.12	Duplicate									
11.	Bowie CAD	418	Sears Holdings Corporation			\$109,848.12			\$109,848.12	Amended	Bowie Central Appraisal District, collecting property taxes for The County of Bowie, Texas, The City of Bowie, Texas, and the City of Dallas, Texas	26252	Sears Holdings Corporation			\$21,052.46			\$21,052.46
12.	Bowie Central Appraisal District	6998	Sears Holdings Corporation			\$115,340.57			\$115,340.57	Amended	Bowie Central Appraisal District, Texas	20403	Sears Holdings Corporation			\$17,122.85			\$17,122.85
13.	BRAZOS COUNTY, TEXAS	333	SEARS HOLDINGS CORPORATION			\$27,941.92			\$27,941.92	Duplicate	BRAZOS COUNTY, TEXAS	4808	SEARS OPERATIONS LLC			\$27,941.92			\$27,941.92
14.	BROWN COUNTY APPRAISAL DISTRICT	3373	SEARS OPERATIONS LLC			\$9,022.91			\$9,022.91	Duplicate	BROWN COUNTY APPRAISAL DISTRICT	4717	SEARS, ROEBUCK AND CO.			\$9,022.91			\$9,022.91
15.	CAMERON COUNTY	20247	SEARS, ROEBUCK AND CO.			\$50,821.96			\$50,821.96	Duplicate	CAMERON COUNTY	20413	KMART CORPORATION			\$50,821.96			\$50,821.96
16.	CHEROKEE COUNTY CAD	398	SEARS OPERATIONS LLC			\$3,260.95			\$3,260.95	Duplicate	CHEROKEE COUNTY CAD	2073	SEARS HOLDINGS CORPORATION			\$3,260.95			\$3,260.95
17.	CITY OF ATLANTA	20321	SEARS, ROEBUCK AND CO.		\$1,017.32				\$1,017.32	Duplicate	CITY OF ATLANTA	20498	SEARS, ROEBUCK AND CO.		\$1,017.32				\$1,017.32
18.	CITY OF EAGLE PASS	20382	SEARS, ROEBUCK AND CO.		\$1,492.72				\$1,492.72	Duplicate	CITY OF EAGLE PASS	20495	SEARS, ROEBUCK AND CO.		\$1,492.72				\$1,492.72
19.	CITY OF FRISCO	20315	SEARS, ROEBUCK AND CO.		\$1,080.25				\$1,080.25	Duplicate	CITY OF FRISCO	20496	SEARS, ROEBUCK AND CO.		\$1,080.25				\$1,080.25
20.	CITY OF STEPHENVILLE	20348	SEARS, ROEBUCK AND CO.		\$1,331.85				\$1,331.85	Duplicate	CITY OF STEPHENVILLE	20361	SEARS, ROEBUCK AND CO.		\$1,331.85				\$1,331.85
21.	CITY OF SULPHUR SPRINGS	20319	SEARS, ROEBUCK AND CO.		\$1,205.78				\$1,205.78	Duplicate	CITY OF SULPHUR SPRINGS	3574	SEARS, ROEBUCK AND CO.			\$1,205.78			\$1,205.78
22.	CITY OF SULPHUR SPRINGS	20504	SEARS, ROEBUCK AND CO.		\$1,205.78				\$1,205.78	Duplicate									
23.	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	7287	SEARS HOLDINGS CORPORATION		\$55,260.99				\$55,260.99	Amended	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	20399	SEARS, ROEBUCK AND CO.			\$41,166.43			\$41,166.43
24.	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	497	SEARS, ROEBUCK AND CO.			\$1,474.56			\$1,474.56	Duplicate	CITY OF WACO AND/OR WACO INDEPENDENT SCHOOL DISTRICT	2319	SEARS HOLDINGS CORPORATION			\$1,474.56			\$1,474.56
25.	Dallas County	20327	Sears, Roebuck and Co.		\$1,059,413.65				\$1,059,413.65	Duplicate	Dallas County	20365	Sears, Roebuck and Co.		\$1,059,413.65				\$1,059,413.65
26.	DENTON COUNTY, TEXAS	2263	SEARS OPERATIONS LLC			\$34,419.06			\$34,419.06	Duplicate	DENTON COUNTY, TEXAS	2267	SEARS, ROEBUCK AND CO.			\$34,419.06			\$34,419.06
27.	EAGLE PASS ISD	20385	SEARS, ROEBUCK AND CO.		\$3,206.60				\$3,206.60	Duplicate	EAGLE PASS ISD	20494	SEARS, ROEBUCK AND CO.		\$3,206.60				\$3,206.60
28.	ELKO COUNTY TREASURER	19073	SEARS, ROEBUCK AND CO.				\$9,369.19		\$9,369.19	Duplicate	ELKO COUNTY TREASURER	20543	SEARS, ROEBUCK AND CO.				\$9,376.19		\$9,376.19
29.	ELLIS COUNTY	20323	SEARS, ROEBUCK AND CO.		\$8,483.16				\$8,483.16	Duplicate	ELLIS COUNTY	20506	SEARS, ROEBUCK AND CO.		\$8,483.16				\$8,483.16
30.	ERATH COUNTY, TEXAS	437	SEARS OPERATIONS LLC			\$994.52			\$994.52	Duplicate	ERATH COUNTY, TEXAS	3794	SEARS HOLDINGS CORPORATION			\$994.52			\$994.52
31.	ERATH COUNTY, TEXAS	3532	SEARS, ROEBUCK AND CO.			\$994.52			\$994.52	Duplicate									
32.	HARRISON CENTRAL APPRAISAL DISTRICT	445	SEARS OPERATIONS LLC			\$4,765.82			\$4,765.82	Duplicate	HARRISON CAD	2948	SEARS HOLDINGS CORPORATION			\$4,765.82			\$4,765.82
33.	HARRISON COUNTY, TEXAS	441	SEARS OPERATIONS LLC			\$890.47			\$890.47	Duplicate	HARRISON COUNTY, TEXAS	2264	SEARS HOLDINGS CORPORATION			\$890.47			\$890.47

* As a result of administrative procedures, the surviving claim no. may be lower than the claim no. to be disallowed.
** Asserted amount includes any unliquidated amounts.

Debtors' Twenty Second Omnibus Objection to Claims
Exhibit 3 - Amended or Duplicate Claims

In re: Sears Holdings Corporation, et al.
Case No. 18-23538 (RDD)

Claims to be Disallowed											Surviving Claims								
Ref #	Name of Claimant	Claim No. to be Disallowed *	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount **	Asserted Administrative Priority Claim Amount **	Asserted Secured Claim Amount **	Asserted Priority Claim Amount **	Asserted General Unsecured Claim Amount **	Asserted Total Claim Amount **	Reason for Claim to be Disallowed	Name of Claimant	Surviving Claim No. *	Asserted Debtor	Asserted 503(b)(9) Administrative Priority Claim Amount **	Asserted Administrative Priority Claim Amount **	Asserted Secured Claim Amount **	Asserted Priority Claim Amount **	Asserted General Unsecured Claim Amount **	Asserted Total Claim Amount **
34.	HAYS COUNTY, TEXAS	475	SEARS OPERATIONS LLC			\$393.58			\$393.58	Duplicate	HAYS COUNTY, TEXAS	3799	SEARS HOLDINGS CORPORATION			\$393.58			\$393.58
35.	HOOD CAD	20320	SEARS, ROEBUCK AND CO.		\$4,143.91				\$4,143.91	Duplicate	HOOD CAD	20497	SEARS, ROEBUCK AND CO.		\$4,143.91				\$4,143.91
36.	HOPKINS COUNTY	20324	SEARS, ROEBUCK AND CO.		\$2,397.55				\$2,397.55	Duplicate	HOPKINS COUNTY	20500	SEARS, ROEBUCK AND CO.		\$2,397.55				\$2,397.55
37.	IRVING ISD	20350	SEARS, ROEBUCK AND CO.		\$8,456.26				\$8,456.26	Duplicate	IRVING ISD	20360	SEARS, ROEBUCK AND CO.		\$8,456.26				\$8,456.26
38.	MCLENNAN COUNTY	20231	SEARS, ROEBUCK AND CO.			\$12,535.78			\$12,535.78	Duplicate	MCLENNAN COUNTY	20375	SEARS, ROEBUCK AND CO.			\$12,535.78			\$12,535.78
39.	MEXIA INDEPENDENT SCHOOL DISTRICT	7178	SEARS, ROEBUCK AND CO.		\$3,448.92				\$3,448.92	Duplicate	MEXIA INDEPENDENT SCHOOL DISTRICT	7322	SEARS HOLDINGS CORPORATION		\$3,448.92				\$3,448.92
40.	MIDLAND CAD	478	SEARS HOLDINGS CORPORATION			\$18,546.33			\$18,546.33	Duplicate	MIDLAND CENTRAL APPRAISAL DISTRICT	3809	SEARS OPERATIONS LLC			\$18,546.33			\$18,546.33
41.	Tarrant County	20332	Sears, Roebuck and Co.		\$157,404.19				\$157,404.19	Duplicate	Tarrant County	20356	Sears, Roebuck and Co.		\$157,404.19				\$157,404.19
42.	Bell County TAD	7040	Sears Holdings Corporation		\$54,902.65				\$54,902.65	Amended									
43.	Tax Appraisal District of Bell County, Texas	20396	Sears Holdings Corporation			\$48,476.78			\$48,476.78	Amended	Tax Appraisal District of Bell County	26093	Sears Holdings Corporation		\$45,297.05				\$45,297.05
44.	TERRY CAD	544	SEARS OPERATIONS LLC			\$284.90			\$284.90	Duplicate	TERRY CAD	4755	SEARS HOLDINGS CORPORATION			\$284.90			\$284.90
45.	TWIN FALLS COUNTY TREASURER	17198	SEARS HOLDINGS CORPORATION				\$729.00		\$729.00	Duplicate	TWIN FALLS COUNTY TREASURER	20066	SEARS HOLDINGS CORPORATION				\$729.00		\$729.00
46.	WILLIAMSON COUNTY, TEXAS	483	SEARS HOLDINGS CORPORATION			\$77,878.13			\$77,878.13	Duplicate	WILLIAMSON COUNTY, TEXAS	2944	SEARS, ROEBUCK AND CO.			\$77,878.13			\$77,878.13
47.	WILLIAMSON COUNTY, TEXAS	7212	SEARS HOLDINGS CORPORATION			\$73,047.81			\$73,047.81	Duplicate									
48.	WILLIAMSON COUNTY, TEXAS	7252	SEARS, ROEBUCK AND CO.			\$73,047.81			\$73,047.81	Duplicate	WILLIAMSON COUNTY, TEXAS	7294	SEARS, ROEBUCK AND CO.			\$73,047.81			\$73,047.81
49.	YAVAPAI COUNTY TREASURER	12668	SEARS HOLDINGS CORPORATION			\$2,580.01			\$2,580.01	Duplicate	YAVAPAI COUNTY TREASURER	12715	SEARS HOLDINGS CORPORATION			\$2,580.01			\$2,580.01

* As a result of administrative procedures, the surviving claim no. may be lower than the claim no. to be disallowed.
** Asserted amount includes any unliquidated amounts.

Exhibit B

Redline

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	
In re	: Chapter 11
	:
SEARS HOLDINGS CORPORATION, et al.,	: Case No. 18-23538 (RDD)
	:
Debtors.¹	: (Jointly Administered)
-----X	

**ORDER GRANTING DEBTORS' TWENTY-SECOND
OMNIBUS OBJECTION TO PROOFS OF CLAIM (PROPERTY TAX CLAIMS)**

Upon the *Debtors' Twenty-Second Omnibus Objection to Proofs of Claim (Property Tax Claims)*, filed September 18, 2020 (the "**Objection**"),² of Sears Holdings Corporation and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**"), pursuant to section 502 under title 11 of the United States Code (the "**Bankruptcy Code**"), Rule 3007 of the Federal Rules of Bankruptcy Procedures (the "**Bankruptcy Rules**"), and the Claims Procedures Order for an order (i)

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are as follows: Sears Holdings Corporation (0798); Kmart Holding Corporation (3116); Kmart Operations LLC (6546); Sears Operations LLC (4331); Sears, Roebuck and Co. (0680); ServiceLive Inc. (6774); SHC Licensed Business LLC (3718); A&E Factory Service, LLC (6695); A&E Home Delivery, LLC (0205); A&E Lawn & Garden, LLC (5028); A&E Signature Service, LLC (0204); FBA Holdings Inc. (6537); Innovel Solutions, Inc. (7180); Kmart Corporation (9500); MaxServ, Inc. (7626); Private Brands, Ltd. (4022); Sears Development Co. (6028); Sears Holdings Management Corporation (2148); Sears Home & Business Franchises, Inc. (6742); Sears Home Improvement Products, Inc. (8591); Sears Insurance Services, L.L.C. (7182); Sears Procurement Services, Inc. (2859); Sears Protection Company (1250); Sears Protection Company (PR) Inc. (4861); Sears Roebuck Acceptance Corp. (0535); SR – Rover de Puerto Rico, LLC (f/k/a Sears, Roebuck de Puerto Rico, Inc.) (3626); SYW Relay LLC (1870); Wally Labs LLC (None); SHC Promotions LLC (9626); Big Beaver of Florida Development, LLC (None); California Builder Appliances, Inc. (6327); Florida Builder Appliances, Inc. (9133); KBL Holding Inc. (1295); KLC, Inc. (0839); Kmart of Michigan, Inc. (1696); Kmart of Washington LLC (8898); Kmart Stores of Illinois LLC (8897); Kmart Stores of Texas LLC (8915); MyGofer LLC (5531); Rover Brands Business Unit, LLC (f/k/a Sears Brands Business Unit Corporation) (4658); Sears Holdings Publishing Company, LLC. (5554); Sears Protection Company (Florida), L.L.C. (4239); SHC Desert Springs, LLC (None); SOE, Inc. (9616); StarWest, LLC (5379); STI Merchandising, Inc. (0188); Troy Coolidge No. 13, LLC (None); BlueLight.com, Inc. (7034); Sears Brands, L.L.C. (4664); Sears Buying Services, Inc. (6533); Kmart.com LLC (9022); Sears Brands Management Corporation (5365); and SRe Holding Corporation (4816). The location of the Debtors' corporate headquarters is 130 West 42nd Street, 17th Floor, New York, NY 10036.

² Capitalized terms not otherwise herein defined shall have the meanings ascribed to such terms in the Objection.

disallowing and expunging the Property Tax Claims, and (ii) granting related relief, all as more fully set forth in the Objection; and the Court having jurisdiction to consider the Objection and the relief requested therein in accordance with 28 U.S.C. §§ 157(a)-(b) and 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and consideration of the Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the relief requested in the Objection having been provided, and it appearing that no other or further notice need be provided in accordance with the Amended Case Management Order; and such notice having been adequate and appropriate under the circumstances, and it appearing that other or further notice need be provided; and the Court having ~~held a hearing to consider the relief requested in the Objection on October 15, 2020 (the “Hearing”); and upon the record of the Hearing, and upon all of the proceedings had before the Court; and the Court having~~ determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and that the relief sought in the Objection is in the best interests of the Debtors, their estates, their creditors, and all parties in interest; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT

1. The Objection is granted.
2. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Disallowed Property Tax Claim listed on **Exhibit 1** annexed to this Order is disallowed and expunged in its entirety, and each such Disallowed Property Tax Claim shall be deleted from the claims register.

3. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Disputed Property Tax Claims listed on **Exhibit 2** annexed to this Order is disallowed and expunged in its entirety, and each such Disputed Property Tax Claim shall be deleted from the claims register.

4. Pursuant to section 502 of the Bankruptcy Code and Bankruptcy Rule 3007, each Duplicate/Amended Property Tax Claims listed on **Exhibit 3** annexed to this Order is disallowed and expunged in its entirety, and each such Duplicate/Amended Property Tax Claim shall be deleted from the claims register.

5. The disallowance and expungement of the Duplicate/Amended Property Tax Claims does not constitute any admission or finding concerning any of the Surviving Claims listed on **Exhibit 3**, and the Surviving Claims are neither allowed nor disallowed by this Order.

6. Nothing in this Order or in the Objection (i) constitutes any finding or determination concerning the identification of the agreements that were assumed and assigned to Transform Holdco LLC or any of its affiliates (collectively, “**Transform**”) or the liabilities, if any, associated therewith, or (ii) imposes any obligation on Transform to satisfy any of the Property Tax Claims listed on **Exhibits 1-3** hereto, as to which all of Transform’s rights and defenses are expressly reserved.

7. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object to or defend on any basis are expressly reserved with respect to any Property Tax Claim referenced or identified in the Objection that is not listed on **Exhibits 1-3**.

8. The Debtors, the Debtors' claims and noticing agent, Prime Clerk, and the Clerk of this Court are authorized to take all actions necessary or appropriate to give effect to this Order.

9. The terms and conditions of this Order are effective immediately upon entry.

Dated _____, 2020
: White Plains, New York

HONORABLE ROBERT D. DRAIN
UNITED STATES BANKRUPTCY JUDGE